

BEFORE THE TENNESSEE REGULATORY AUTHORITY

NASHVILLE, TENNESSEE

July 18, 2000

IN RE:

**BELLSOUTH TELECOMMUNICATIONS, INC.)
TARIFF TO EXECUTE AN AREA TRANSFER) DOCKET NO. 00-00129
FROM THE GATLINBURG EXCHANGE TO THE)
BENT CREEK EXCHANGE)**

ORDER APPROVING AMENDED TARIFF

This matter came before the Tennessee Regulatory Authority (the "Authority") at the regularly scheduled Authority Conference held on June 6, 2000, for consideration of Tariff No. 00-00129 (the "Tariff") filed by BellSouth Telecommunications, Inc. ("BellSouth") and subsequently amended on May 2, 2000. BellSouth originally filed the Tariff with the Authority on February 22, 2000, with a proposed effective date of March 22, 2000, to execute an area transfer from the Gatlinburg exchange to the Bent Creek exchange, as shown on maps filed with the Tariff.

In its original filing, BellSouth stated that the proposed transfer was necessary to provide facility capacity in the near term to meet existing demand in the Bent Creek area and to process held orders for service. BellSouth further stated that the proposed transfer would provide for an improvement in overall service for its subscribers in this area.

As originally filed, the Tariff would have required twenty-seven (27) BellSouth customers in the Gatlinburg exchange to have their local service moved to the Bent Creek exchange, resulting in changes to telephone numbers and calling patterns. BellSouth

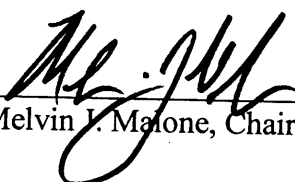
requested Authority approval of the transfer without first notifying the affected customers. Accordingly, when the Tariff came up for approval at the March 14, 2000 Authority Conference, the Directors suspended the Tariff for ninety (90) days and directed BellSouth to notify the 27 affected customers of the proposed changes. BellSouth informed the affected customers of the proposed changes by letter and sent a copy of each letter to the Authority. Approximately one-half of the 27 affected customers responded that they did not want their telephone numbers changed.

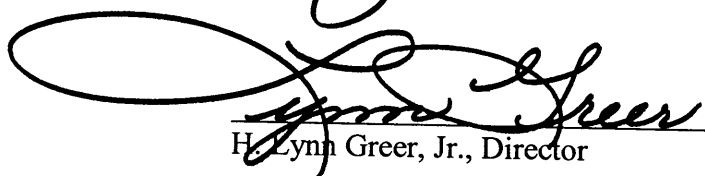
On May 2, 2000, BellSouth amended its original Tariff filing. BellSouth proposed to keep the 27 existing customers' service unchanged until they disconnect their service. Thus, the telephone numbers and services of the 27 existing customers will not change. All new customers in the affected area will receive service from the Bent Creek exchange.

The Directors of the Authority considered this matter at a regularly scheduled Authority conference held on June 6, 2000. Based upon careful consideration of the amended Tariff and of the entire record in this matter, the Directors unanimously approved BellSouth's amended Tariff.

IT IS THEREFORE ORDERED THAT:

1. BellSouth's Tariff filing to effect an area transfer from the Gatlinburg exchange to the Bent Creek exchange is approved as amended; and
2. Any party aggrieved by the Authority's decision in this matter may file a Petition for Reconsideration with the Authority within fifteen (15) days from and after the date of this Order.


Melvin J. Malone, Chairman


H. Lynn Greer, Jr., Director


Sara Kyle, Director

ATTEST:


K. David Waddell, Executive Secretary